

SUPERIOR COURT OF ARIZONA
MARICOPA COUNTY

CV 2007-022770

12/20/2011

HONORABLE KAREN POTTS

CLERK OF THE COURT
T. Soto
Deputy

ARACAJU INC, et al.

ROGER C DECKER

v.

TRUE NORTH INC, et al.

BRADLEY D WEECH

RYAN W ANDERSON

MINUTE ENTRY

In a Minute Entry Order dated June 14, 2011, the Court entered certain orders regarding how the parties were to implement the Buy/Sell process that has been the subject of previous rulings in this case. Nathan was ordered to make Buy/Sell offers, under the limitations set forth in the Minute Entry, no later than July 15, 2011. Dale filed objections to those offers, Nathan filed a written Response to the objections and Dale has filed a Reply. The Buy/Sell offers were submitted to the Court under seal and the Court has reviewed the offers.

Dale has requested Oral Argument. The Court has reviewed the offers and the parties written pleadings related to those offers. The Court has also listened to the parties positions on these issues, at considerable length, in previous hearings. The Court believes the parties have adequately briefed the issues and additional arguments would not assist the Court.

The Court determined, in its Minute Entry ruling of October 13, 2010, that it could bifurcate "the parties various claims for damages from the issue of how to implement the Buy/Sell provisions of the Operating Agreements as to all eight companies". The Court then heard additional argument about how to implement the Buy/Sell process and entered the June 14, 2011 Minute Entry Order. The Court has not entered any additional orders

SUPERIOR COURT OF ARIZONA
MARICOPA COUNTY

CV 2007-022770

12/20/2011

on the remaining, unresolved claims, while the parties worked out the Buy/Sell process. The Court makes the following additional findings and Orders:

1. Paragraphs 3(a) and 5 of Nathan's offers do not comply with the intent of the Court's Minute Entries of October 13, 2010 and June 14, 2011 because they involve the remaining claims for damages.
2. The remaining provisions of the offers do comply with the intent of the Court's Orders and previous findings.

IT IS ORDERED that Nathan shall make new offers consistent with the limitations set forth above and in the June 14, 2011 Minute Entry no later than **5:00 p.m. on January 20, 2012.**

IT IS FURTHER ORDERED setting this matter for a Comprehensive Pretrial Conference, pursuant to Rule 16(b) on **February 6, 2012 at 2:00 p.m. (Time allotted: 15 minutes)** before:

**HONORABLE EMMET J. RONAN
SOUTHEAST ADULT FACILITY
222 EAST JAVELINA - COURTROOM 205
MESA, AZ 85210**

The Court will not set a firm trial date until it is determined that all parties have made a **good faith** effort to enter into a settlement agreement.

IT IS ORDERED that the parties shall submit a Joint Pretrial Memorandum as set forth below.

The Court will review the Joint Pretrial Memorandum and proposed Scheduling Order prescribed herein. The Court may adopt or modify the discovery and disclosure schedule order and set a scheduling conference for purposes of setting a trial date. If the parties agree to the discovery and disclosure schedule, the Court may vacate the Comprehensive Pretrial Conference, Pursuant to Rule 16(b). If counsel still believe that a pretrial conference is still necessary at this stage of the litigation, they should address the reasons for the need for a pretrial conference in the first paragraph of the Joint Pretrial Memorandum.

If the parties fail to file a timely memorandum, sanctions may issue pursuant to Rule 16(f).

SUPERIOR COURT OF ARIZONA
MARICOPA COUNTY

CV 2007-022770

12/20/2011

IT IS FURTHER ORDERED:

All counsel are directed to meet personally to discuss all of the matters set forth in Rule 16(b). Counsel shall prepare and file with the Court, no later than **(7 days before the Pretrial Conference) 5:00 p.m. on January 30, 2012**, a Joint Pretrial Memorandum, and a proposed **ORDER** for discovery and disclosure deadlines. The proposed order shall include dates for the following items and conform substantially with the attached sample order.

1. **An agreed upon schedule and date for completion of non-expert dispositions.**
As far as can reasonably be anticipated, each party shall set forth the depositions they anticipate taking and the approximate time required for each; any and all medical examinations which may be required of any of the parties; the person or persons to conduct such examinations; all requests for production, and all tangible evidence to be disclosed or exchanged.
2. **A date for the final disclosure of the identities, subject matters and reports of expert witnesses,** and/or to supplement disclosures made to date.
3. **A date or dates for the initial and final disclosure of all non-expert witnesses,** and/or to supplement disclosures made to date.
4. **A date by which all written discovery will be propounded and concluded.**
Further, counsel shall set forth any written discovery outstanding and a date when it will be complete.
5. The position of each counsel on whether the Rule 38.1 time limits should be waived.
6. **A proposed date for a Mandatory Settlement Conference pursuant to Rule 16.1. Alternatively, the parties may propose a deadline by which they will participate in private mediation.**
7. **A date for completion of all discovery,** including expert discovery.
8. **A date by which all dispositive or partially-dispositive motions shall be filed.**
9. **A proposed trial date** agreed upon by all counsel and anticipated length of trial.

If the parties agree as to the dates, they need to only prepare and submit **one** proposed order attached hereto. If counsel are unable to agree on any of the items set forth in the attached

SUPERIOR COURT OF ARIZONA
MARICOPA COUNTY

CV 2007-022770

12/20/2011

form of order, the reasons for their inability to agree shall be set forth in the Pretrial Memorandum and **each** shall prepare a **separate** proposed order. **All proposed deadlines shall be set forth as calendar dates, and not in the form "XX days before trial."**

IT IS FURTHER ORDERED that in no less than five days prior to the Status Conference set herein, the parties shall submit a Joint Statement and report to the Court the history and status of the efforts at Alternative Dispute Resolution pursuant to ARCP Rule 16(g).

DISCOVERY DISPUTES: In the event of any dispute concerning discovery, counsel are directed to confer pursuant to ARCP 26(g). If such conference is unsuccessful, counsel are directed to initiate a conference call with this Division BEFORE filing a motion to compel or motion for protective order.

IT IS FURTHER ORDERED that counsel shall notify the Court of any agreed-upon extension of any time period provided by the Rule of Civil Procedure. The purpose of this order is not to discourage extensions as a matter of professionalism, but to ensure that no party suffers summary disposition of any issue by virtue of an extension of which the Court is not aware.

NOTE: ALL COURT PROCEEDINGS ARE RECORDED BY AUDIO METHOD AND NOT BY A COURT REPORTER. ANY PARTY MAY REQUEST THE PRESENCE OF A COURT REPORTER BY CONTACTING THIS DIVISION THREE (3) COURT BUSINESS DAYS BEFORE THE SCHEDULED HEARING.

SUPERIOR COURT OF ARIZONA
MARICOPA COUNTY

CV 2007-022770

12/20/2011

PROPOSED SCHEDULING ORDER FORM

The Court having received the parties' Joint Comprehensive Pretrial Conference Memorandum,

IT IS ORDERED entering the following schedule for disclosure as set forth unless the parties obtain written modifications by the Court:

1. Initial disclosures shall be exchanged by: **(MM/DD/YYYY)**
2. The identities and subject areas of expert testimony shall be disclosed by: **(MM/DD/YYYY)**
3. Plaintiff's final expert disclosure shall be served by: **(MM/DD/YYYY)**
Defendant's final expert disclosures shall be served by: **(MM/DD/YYYY)**
Rebuttal expert disclosures shall be served by: **(MM/DD/YYYY)**
4. Final Non-expert disclosures shall be exchanged by: **(MM/DD/YYYY)**
5. Written discovery shall be propounded by: **(MM/DD/YYYY)**
6. Dispositive or partially dispositive motions shall be filed by: **(MM/DD/YYYY)**
7. Depositions shall be completed by: **(MM/DD/YYYY)**
8. Discovery shall be completed by: **(MM/DD/YYYY)**
9. Any motions to amend pleadings shall be filed by: **(MM/DD/YYYY)**

SUPERIOR COURT OF ARIZONA
MARICOPA COUNTY

CV 2007-022770

12/20/2011

10. The parties remaining in this action shall participate in comprehensive mediation by: **(MM/DD/YYYY)**

11. The case will be ready for trial on or after: **(MM/DD/YYYY)**

IT IS ORDERED setting a Status Conference in this matter on [counsel to leave this date and time blank], (time allotted: 15 minutes), before:

**HONORABLE EMMET J. RONAN
SOUTHEAST ADULT FACILITY
222 EAST JAVELINA - COURTROOM 205
MESA, AZ 85210**

Dated:_____

HONORABLE EMMET J. RONAN
Judicial Officer of the Superior Court

(End of Form)

ALERT: Effective September 1, 2011, the Arizona Supreme Court Administrative Order 2011-87 directs the Clerk's Office not to accept paper filings from attorneys in civil cases. Civil cases must still be initiated on paper; however, subsequent documents must be eFiled through AZTurboCourt unless an exception defined in the Administrative Order applies.